

Date: 21st March, 2024

From:

Nidhi Haresh Motwani

13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.
Scrip ID - HPAL

To,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Scrip Code - 543433

Subject: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Ref: Prior intimation filed under Regulation 10(5) dated 14th March, 2024.

Dear Sir/ Madam,

In compliance with the provisions of Regulation 10(6) of SEBI (SAST) Regulations, 2011, the undersigned immediate relative, being part of the Promoter Group of the Company hereby furnish the report in the specified format under Regulation 10(6) in respect of inter-se acquisition of 1,00,00,000 Equity shares (10.88%) of HP Adhesives Limited being the Target Company (TC) in the following manner:

- a. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mrs. Anjana Haresh Motwani to Ms. Nidhi Haresh Motwani; and
- b. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mr. Karan Haresh Motwani to Ms. Nidhi Haresh Motwani.

The shares have been acquired in lieu of private family arrangement amongst the immediate relatives and members of Promoter Group by way of Gift pursuant to Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011 and there has been no change in the aggregate total shareholding of the Promoters and Promoters Group after the said acquisition.

Kindly take note of the same and do the needful.

Thanking You,
Yours Sincerely,

Nidhi Motwani

Transferee

Place: Chicago, USA

Encl: As above

CC

To,

The Company Secretary

HP Adhesives Limited

501, 5th floor, C wing, Business Square Building,
Andheri East, Mumbai 400093.

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	HP Adhesives Limited	
2.	Name of the acquirer(s)	The disclosure is pursuant to inter-se transfer of shares amongst immediate relatives and members of Promoter Group. The acquirer is: Ms. Nidhi Haresh Motwani (Transferee) Acquirer Ms. Nidhi Haresh Motwani is the daughter of Mrs. Anjana Haresh Motwani and sister of Mr. Karan Haresh Motwani (Transferor)	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Date of Transaction: 21 st March, 2024 Inter-se transfer of shares as gift amongst immediate relatives and members of Promoters Group in lieu of private family arrangement.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations - date of filing with the stock exchange.	Yes, Disclosure under regulation 10(5) was made within the timeline specified under Regulation Date: 14 th March, 2024	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	1.Mrs. Anjana Haresh Motwani	Yes
		2. Mr. Karan Haresh Motwani	Yes
	b. Date of acquisition	21 st March, 2024	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1,00,00,000 (10.88%) Equity Shares i.e. 50,00,000 (5.44%) Equity Shares each from 1 st and	Yes

		2 nd transferor mentioned above has been transferred to acquirer		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	The acquirer has acquired 1,00,00,000 (10.88%) Equity Shares of TC by way of gift.		Yes
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable Shares were transferred by way of Gift and therefore no consideration is involved.		Yes
8.	Shareholding details	Pre-Transaction		Post-Transaction
		No. of shares held	% w.r.t total share capital of TC	No. of shares held % w.r.t total share capital of TC
	a. Each Acquirer / Transferee (*)			
	Ms. Nidhi Haresh Motwani	0	0	1,00,00,000 10.88%
	b. Each Seller / Transferor			
	1. Mrs. Anjana Haresh Motwani	3,37,00,675	36.68%	2,87,00,675 31.24%
	2. Mr. Karan Haresh Motwani	3,18,50,000	34.67%	2,68,50,000 29.23%

Note:

(*) Shareholding of each entity shall be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Nidhi Haresh Motwani

Transferee

Place: Chicago, USA

Date: 21st March, 2024